

1201 HAYS STREET

800 344 8086



ACCOUNT NO. : 2100000031

REFERENCE : 599199 79811A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : May 15, 1995

ORDER TIME : 2:21 PM

ORDER NO. : 599199

CUSTOMER NO: 79811A

CUSTOMER: Don Zimmerman, Esq  
DON F. ZIMMERMAN, ESQ

622 Bypass Drive, Suite 101

Clearwater, FL 34624

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-05/15/95--01049--0201  
\*\*\*\*122.50 \*\*\*\*122.50

DOMESTIC FILING

NAME: LITTLE, EVANS & ZIMMERMAN,  
P.A.

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

RECEIVED  
95 MAY 15 PM 3:24  
DIVISION OF CORPORATION

FILED  
95 MAY 15 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN MAY 16 1995

**ARTICLES OF INCORPORATION  
OF  
LITTLE, EVANS & ZIMMERMAN, P.A.**

FILED  
95 MAY 15 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned person, competent and licensed to practice law in the State of Florida, acting hereby as Incorporator for the uprpose of forming a Professional Service Corporation for profit under the provisions of Chapter 607, Florida Business Corporation Act, and Chapter 621, Florida Professional Service Corporation and Limited Liability Company Act, of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE 1: NAME:**

The name of this Corporation is:

LITTLE, EVANS & ZIMMERMAN, P.A.

**ARTICLE 2: DURATION:**

The term of existence of the Corporation is perpetual.

**ARTICLE 3: PURPOSE:**

The general nature and purposes of business to be transacted, promoted and carried on by the corporation are as follows:

a. To engage in every aspect in the practice of law, and all its fields of specializations, as are engaged in by members in good standing of the Florida Bar.

b. To engage and render the professional services involved only through its officers, agents and employees who shall be attorneys in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

c. To engage in no other business other than the rendition of the professional services specified herein.

d. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

**ARTICLE 4: CAPITAL STOCK:**

a. The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be one thousand (1,000) shares of common stock at One Dollar (\$1.00) per share par value.

b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

c. Shares of the corporation's stock and certificates shall be issued only to real estate professionals in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this corporation.

**ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT:**

A. Principal Place of Business Registered Office:  
The principal place of business and/or mailing address of this Corporation, as well as its registered office address is 2123 N.E. Coachman Road, Suite A, Clearwater, Florida 34640.

B. Registered Agent: The name of the initial registered agent of this Corporation at that address is DON F. ZIMMERMAN.

**ARTICLE 6: INCORPORATOR:**

The name and pos' office address  
of the sole incorporator is:

|                  |  |
|------------------|--|
| DON F. ZIMMERMAN | 2123 N.E. Coachman Road<br>Suite A<br>Clearwater, FL 34625 |
|------------------|--|

**ARTICLE 7: INITIAL BOARD OF DIRECTORS:**

This Corporation shall have three (3) directors initially.  
The number of directors may be either increased or diminished from  
time to time by the Shareholders, but shall never be less than one  
(1). The names and addresses of the initial directors of this  
Corporation are:

| <u>Name</u>      | <u>Address</u>   |
|------------------|--|
| THOMAS C. LITTLE | 2123 N.E. Coachman Road<br>Suite A<br>Clearwater, FL 34625 |
| H. MICHAEL EVANS | 2123 N.E. Coachman Road<br>Suite A<br>Clearwater, FL 34625 |
| DON F. ZIMMERMAN | 2123 N.E. Coachman Road<br>Suite A<br>Clearwater, FL 34625 |

**ARTICLE 8: INFORMAL SHAREHOLDER ACTION**

Any action of the Shareholders may be taken without a  
meeting if consent in writing setting forth the action so taken shall  
be signed by all the Shareholders entitled to vote upon such action  
at a meeting and filed with the Secretary of the Corporation as part  
of the corporate records.

**ARTICLE 9: SEVERANCE AND TERMINATION EMPLOYMENT:**

If any Officer, Director, Shareholder, agent or employee of this Corporation becomes legally disqualified to render the professional services for which this Corporation is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with this Corporation, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by this Corporation on account of professional services. This Corporation shall forthwith, upon such disqualification of any Shareholder, purchase such shareholder's shares and pay him all amounts owing and lawfully due to him by this Corporation, except that such shares shall not be entitled to dividends.

**ARTICLE 10: INDEMNIFICATION:**

This Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

**ARTICLE 10: AMENDMENT:**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

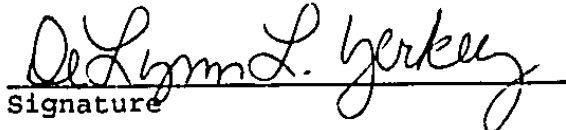
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 11th day of May, 1995.

  
DON F. ZIMMERMAN,  
Incorporator

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 11th day of May, 1995, by DON F. ZIMMERMAN, as incorporator of LITTLE, EVANS & ZIMMERMAN, P.A., a Florida Professional Services corporation to be formed, who is personally known to me, or who has produced a valid Florida Driver's License as identification.

  
Signature

Print or Type Name of Notary

My Commission Expires:

Notary Public - State of Florida  
(SEAL)




DELYNN L. YERKEY  
My Commission CO448888  
Expires Mar. 08, 1999  
Bonded by M&M  
800-488-1888

**CERTIFICATE**  
Designating Place of Business or Domicile  
for the  
Service of Process Within Florida,  
Naming Agent Upon Whom Process May be Served


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In compliance with Section 48.091, Florida Statutes, the following is submitted with respect to this Corporation's replacement Registered Agent:

That LITTLE, EVANS & ZIMMERMAN, P.A., desiring to organize or qualify under the laws of the State of Florida, with its place of business at 2123 N.E. Coachman Road, Suite A, City of Clearwater, State of Florida, has named DON F. ZIMMERMAN, located at 2123 N.E. Coachman Road, Suite A, City of Clearwater, State of Florida, as its agent to accept service of process within Florida.

Signature:   
Title: Incorporator  
Date: May 11, 1995

HAVING BEEN NAMED to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Signature:   
Registered Agent  
Date: May 11, 1995

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 11th day of May, 1995, by DON F. ZIMMERMAN, who is personally known to me, or who has produced a Florida Driver's License as identification, and who did take an oath.

DeLynn L. Verkey  
Signature

\_\_\_\_\_  
Print or Type Name of Notary

My Commission Expires:

Notary Public - State of Florida  
(SEAL)

DELYNN L. VERKEY  
My Commission 0044222  
Expires Mar. 05, 1999  
Bonded by \$100  
800-422-1000  
STATE OF FLORIDA